

**Fleming County Project Development Board
160 West Electric Avenue, Flemingsburg, KY 41041
Regular Meeting Agenda
August 4, 2009 5:00 PM Eastern Time**

Call to Order: Larry H. Foxworthy, PDB Chairperson / Fleming County Judge Executive

Roll Call

1. Old Business
 - a. Approve minutes of July 7, 2009
2. New Business:
 - a. Approve Executive Decision: Disbursement to Ky. State Treasurer
 - b. Discuss project bidding process
 - i. Approve advertisement to bid
 - c. Discuss demolition progress and findings
 - d. Discuss survey and geotechnical drilling
 - i. Approve survey and testing
 - e. Approve requests for disbursements – David Whittaker
 - f. Schedule groundbreaking ceremony (please bring calendars)

ADJOURNMENT

Recorded By: Tammy L. Gray

NOTE: THE MEETING WILL BE HELD AT THE CITY ANNEX BUILDING

**Fleming County Project Development Board
160 West Electric Avenue, Flemingsburg, KY 41041
Record of Meeting, July 7, 2009, 5:00 pm Eastern**

The meeting was called to order at 5:00 pm by Chairperson CJE Larry H. Foxworthy. Roll Call was completed as noted below:

Present: Larry H. Foxworthy, Judge Stockton B. Wood, Louie Flanery, Marvin Suit, Pam Lowe, J. Scott Brown

Absent: David DeAtley, Judge W. Todd Walton II

Other Attendees: Sam Howard, Trace Creek Construction, Inc (TCCI)
Eric Chambers, Michael Carroll, Alex Sasmay, Brandstetter Carroll Architects (BCA)
David Whittaker, Administrative Office of the Courts (AOC)
Keith Brock, Ross, Sinclair and Associates (RSA)

Old Business: A motion was made to approve the amended Fleming County Project Development Board Meeting minutes of June 2, 2009. Motion by Flanery. Seconded by Suit. All in favor.

A motion was made to approve the Fleming County Project Development Board Meeting Minutes of June 16, 2009. Motion by Suit. Seconded by Brown. All in favor.

New Business: A motion was made to approve Pay Request 9 (\$213.87) and 10 (\$ 3,560.01). Motion by Lowe. Seconded by Flanery. All in favor.

Eric Chambers gave the architectural status report. QA/QC is currently under review, drawings are 99% complete, tentatively scheduled to present Phase C submission for AOC approval, TCCI will prepare cost analysis and RSA is working on use allowance for Phase C. There was an on site review with Dale Clary, Flemingsburg Utilities, regarding the sanitary sewer lines. Chambers would like to schedule a final review of colors and finishes with any board member who wishes sometime next week. Note the colors and finishes selected may not be available at the time of purchase.

Sam Howard stated the TCCI and Southern Ohio Salvage, demolition subcontractor, have mobilized the jobsite and temporary fencing has been placed around the perimeter of the project. The site project superintendent for TCCI is Jeff McGlothlin. Construction equipment will be mobilized this week and the tentative demolition of buildings may begin Friday or Monday. The parking spaces adjacent to the buildings to be demolished will be blocked off for safety purposes. TCCI is preparing cost analysis of Phase C submission. All materials on site are property of the demolition subcontractor. No materials may be removed from the project without prior approval by Southern Ohio Salvage. Discussion was held regarding the interior sump pump under the project jobsite. Precautions have been made to ensure the sump pump remains operational during construction activities and allowance for restructuring and maintenance of sump pump will need to be addressed. TCCI is working with BCI for alternatives and solutions.

Keith Brock presented financial investment opportunities for the board's review. Brock explained the current market conditions and available short term investment options. Discussion was held regarding the financial options, interest yield differential, liquidity and current financial status.

A motion was made to move 85-90% of current funds from the Bank of New York to Morgan Stanley MMA variable rate account. Motion by Foxworthy.

Additional discussion was held regarding the short term financial options.

Motion died due to lack of second.

A motion was made to approve the decision of the Special Call meeting held on June 16, 2009 to accept TCCI's recommendation to select Southern Ohio Salvage for the demolition subcontractor. Motion by Wood. Seconded by Brown. All in favor.

The next regular meeting will be held on Tuesday, August 4, 2009 at 5:00 PM. The next regular meeting may be postponed and rescheduled the following week. Notification will be sent as soon as possible.

A motion was made to adjourn at 5:53 PM. Motion by Wood. Seconded by Lowe. All in favor.


THE BANK OF
NEW YORK MELLON

The Bank of New York Mellon
Trust Company, N.A.

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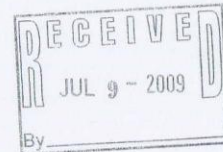
FLEMING CO BANS SRS 2008 - CONST FD
ACCOUNT # 799076
CASH STATEMENT AND ASSET LIST
JUNE 30, 2009

RELATIONSHIP MANAGER:

STEPHANIE A. STUMPH
CORPORATE TRUST -
614 W MAIN STE, STE 2600
LOUISVILLE, KY 40202
502-566-6906

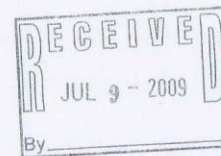
FLEMING COUNTY
LARRY FOXWORTHY
201 COURT SQ
FLEMINGSBURG

KY 41041-1364



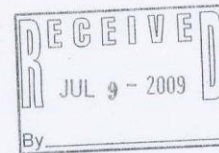
SUMMARY OF ASSETS HELD

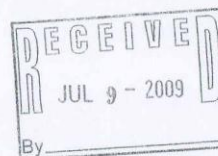
	<u>MARKET VALUE</u>	<u>TOTAL COST</u>	<u>ACCRUED INCOME</u>	<u>EST ANN INCOME</u>	<u>% A/C</u>
SHORT-TERM INVESTMENTS	3,331,685.15	3,331,685.15	.00	.00	100.00
CASH	.00	.00	.00	.00	
ACCOUNT TOTALS	<u>\$3,331,685.15</u>	<u>\$3,331,685.15</u>	<u>\$.00</u>	<u>\$.00</u>	<u>100.00</u>
TOTAL MARKET VALUE PLUS TOTAL ACCRUED INCOME	\$3,331,685.15				



ASSETS HELD

<u>SHARES/PAR VALUE</u>		<u>MKT PRICE AVG COST</u>	<u>MARKET VALUE TOTAL COST</u>	<u>ACCRUED INCOME</u>	<u>EST ANN INCOME</u>	<u>YLD-MK</u>
<u>SHORT-TERM INVESTMENTS</u>						
3,331,685.15	DREYFUS GOV'T PRIME CASH MGMT 610 INV	1.000	3,331,685.15	.00	.00	
	CUS: S99991830	1.000	3,331,685.15			
	*** TOTAL SHORT-TERM INVESTMENTS		\$3,331,685.15	\$.00	\$.00	
			\$3,331,685.15			
<u>CASH</u>						
	CASH BALANCE		.00	.00	.00	
			.00			
	ACCOUNT TOTALS		\$3,331,685.15	\$.00	\$.00	
			\$3,331,685.15			
TOTAL MARKET VALUE PLUS TOTAL ACCRUED INCOME		\$3,331,685.15				





SUMMARY OF CASH TRANSACTIONS

INCOME ACTIVITY

	<u>CURRENT PERIOD</u>	<u>YEAR TO DATE</u>
OPENING CASH BALANCE	\$.00	
Receipts:		
DIVIDENDS	.05	\$ 2,195.15
INTEREST	.00	.00
MUNICIPAL BOND INTEREST	.00	.00
OTHER CASH RECEIPTS	.00	.00
Total Receipts	\$.05	\$ 2,195.15
Disbursements:		
PAYMENTS & WITHDRAWALS	.00	.00
FEES & EXPENSES	.05-	1,833.25-
OTHER CASH DISBURSEMENTS	.00	.00
Total Disbursements	\$.05-	\$ 1,833.25-
Net Money Market Activity	.00	
CLOSING CASH BALANCE	\$.00	
OPENING MONEY MARKET BALANCE	.00	
Net Money Market Purchases	.00	
CLOSING MONEY MARKET BALANCE	.00	

PRINCIPAL ACTIVITY

	<u>CURRENT PERIOD</u>	<u>YEAR TO DATE</u>
OPENING CASH BALANCE	\$.00	
Receipts:		
SALES & REDEMPTIONS	.00	\$.01
OTHER CASH ADDITIONS	.00	.01
Total Receipts	\$.00	\$.01
Disbursements:		
PAYMENTS & WITHDRAWALS	23,450.00-	165,944.41
FEES & EXPENSES	.00	.01
PURCHASES	.00	.01
OTHER CASH DISBURSEMENTS	.00	.01
Total Disbursements	\$ 23,450.00-	\$ 165,944.41
Net Money Market Activity	23,450.00	
CLOSING CASH BALANCE	\$.00	
OPENING MONEY MARKET BALANCE	3,355,135.15	
Net Money Market Sales	23,450.00-	
CLOSING MONEY MARKET BALANCE	3,331,685.15	

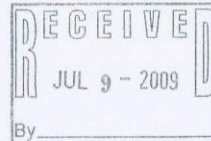
Cumulative realized capital gain and loss position from
12/31/08 for securities held in principal of account;

<u>Short Term</u>	<u>Long Term</u>
\$.00	\$.00

The above cash transaction summary is provided for information purposes only, and may not reflect actual taxable income or deductible expenses as reportable under the Internal Revenue Code.

STATEMENT OF TRANSACTIONS

<u>DATE</u>	<u>TRAN TYPE</u>	<u>UNITS</u>	<u>DESCRIPTION</u>	<u>INCOME</u>	<u>PRINCIPAL</u>
			OPENING BALANCE:	\$.00	\$.00
06/02	Dividend		DREYFUS GOV'T PRIME CASH MGMT 610 INV DIVIDEND	.05	
06/02			DREYFUS GOV'T PRIME CASH MGMT 610 INV INVESTMENT MAINTENANCE FEE	.05-	
06/08	Check		HC NUTTING FLEMING COUNTY JUDICIAL CENTER REQUISITION #9 INVOICE T039907		2,800.00-
06/08	Check		TAMMY L GRAY FLEMING COUNTY JUDICIAL CENTER REQUISITION #9 MINUTES OF MEETINGS FEB-MAY		400.00-
06/08	Check		TRACE CREEK FLEMING COUNTY JUDICIAL CENTER REQUISITION #9 INVOICE 08-003-01		20,250.00-
			Net Money Market Activity	\$.00	\$ 23,450.00
			CLOSING BALANCE:	\$.00	\$.00



**THE BANK OF
NEW YORK MELLON**

The Bank of New York Mellon
Trust Company, N.A.

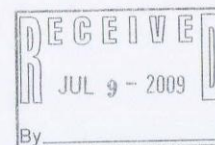
FLEMING CO BANS SRS 2008 - CONST FD
Account # 799076
June 01, 2009 through June 30, 2009

00016279

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MONEY MARKET ACTIVITY

<u>DATE</u>	<u>TRAN TYPE</u>	<u>UNITS</u>	<u>DESCRIPTION</u>	<u>INCOME</u>	<u>PRINCIPAL</u>
			OPENING BALANCES FOR INCOME & PRINCIPAL DREYFUS GOV'T PRIME CASH MGMT 610 INV	.00	3,355,135.15
06/08	Sale	23,450	DREYFUS GOV'T PRIME CASH MGMT 610 INV		\$ 23,450.00
			Net Money Market Activity	\$.00	\$ 23,450.00
			CLOSING BALANCES FOR INCOME & PRINCIPAL DREYFUS GOV'T PRIME CASH MGMT 610 INV	.00	3,331,685.15



**CONFERENCE MEMORANDUM – PDB MEETING
FLEMING COUNTY JUSTICE CENTER
FLEMINGSBURG, KENTUCKY
PROJECT NO. 07112**

Present: PDB Members
Tammy Gray, Fleming County
David Whitaker, AOC
Keith Brock, Ross Sinclair
Sam Howard, Trace Creek
Alex Sasmay, Brandstetter Carroll Inc.
Mike Carroll, Brandstetter Carroll Inc.
Eric Chambers, Brandstetter Carroll Inc.

**BRANDSTETTER CARROLL INC.
ARCHITECTS ENGINEERS PLANNERS**

July 7, 2009

1. The Board conducted general business.
2. Mr. Chambers reviewed the progress for the Fleming County project. Mr. Chambers stated the project is going through Quality Control and Quality Assurance Review and will be getting a constructability review from Mr. Howard as well. Within the next two weeks, Brandstetter Carroll Inc. will submit to HBC and the AOC for approval to bid.
3. Mr. Chambers stated that there was some site utility work that was reviewed with Mr. Clary the previous week in regard to the outdoor well located between the Dudley House and the Community Trust Bank. It was determined that was a ground water only well, approximately 20'-0" deep which will have to stay in place. It was also noted that the sanitary line currently in Fountain Alley is only a 4" line that will have to be removed and replaced with an 8" line down to the creek location.
4. Mr. Chambers stated that the sanitary service was required upsizing the line anyway, however, the Division of Water will not allow the water line to be less than 8" going down to the main trunk line. The other option would be to install a lift or pump station which is not economical.
5. Mr. Howard reviewed the stage of demolition stating they had mobilized on site and had begun removing the hand demoed items. They have also begun the process of removing items that contain asbestos and all the proper documentation will be forthcoming.
6. Mr. Howard stated they should begin building demolition early next week.
7. Mr. Howard stated he will do his constructability review as well as an estimate for Phase C. Trace Creek will also begin the front end documentation work for the project so that when approvals are obtained, they can go out to bid.
8. Mr. Howard stated that the existing pump station located in the basement of the Community Trust Bank appears to be on the fringes of being on the inside of the new Judicial Center. When the buildings are moved and a GPS location can be obtained, this will be located. When it is determined if it is inside or outside the building, a

recommendation can be made. The attempt will be to move the pump location outside of the building footprint if it is at all feasible.

9. Mr. Brock discussed his financial recommendations with the Board.
10. It was determined that in approximately 4 to 6 weeks the project will bid.
11. The next scheduled PDB meeting will be August 5, 2009 at 5:00 p.m. Mr. Carroll asked if this meeting remain as scheduled, however it remains fluid to move to adjust for the bidding schedule in lieu of meeting and having to call a special called meeting.

If you should disagree with any information contained herein, please kindly notify our office in writing within 10 days of receipt of this memorandum.

Eric Chambers

Date

EMC/slp

- c: Judge Larry Foxworthy, Fleming County (for distribution)
Tammy Gray, Fleming County
David Whitaker, AOC
Sam Howard, Jason Walton, Trace Creek Construction
Mike Carroll, Mark Horman, Brandstetter Carroll Inc.
Alex Sasmay, Katie Zurlage, Brandstetter Carroll Inc.
File

**FIELD REPORT NO. 1
FLEMING COUNTY JUDICIAL CENTER
FLEMINGSBURG, KENTUCKY
PROJECT NO. 07112**

Present: Mr. Dunaway, Fleming County Utilities
Sam Howard, Trace Creek Construction
Alex Sasmay, Brandstetter Carroll Inc.
Mike Carroll, Brandstetter Carroll Inc.
Eric Chambers, Brandstetter Carroll Inc.

**BRANDSTETTER CARROLL INC.
ARCHITECTS ENGINEERS PLANNERS**

**4:35 p.m.
July 7, 2009**

Weather: Sunny, 85°

Workers on Site: None

Equipment on Site: None

Mr. Dunaway from Fleming County Utilities met on site.

1. The contractor has mobilized and installed security fencing around perimeter of the construction area for demolition.
2. The contractor has begun removing roof materials on existing buildings.
3. The contractor has temporary electric and telephone installation beginning for the Dudley property. The disconnect of services to the bank has begun.
4. Gas line and valve locations have been uncovered. During review, it was determined that the new Judicial Center is connecting to the main gas line on Fountain Alley. It was determined that if the geothermal alternate was accepted that the area within the existing community trust bank could be abandoned and a 1" service line could be brought in from Fountain Alley behind the existing jail facility and tied into the existing main valve box. If the geothermal is not accepted, then the gas line as shown will be acceptable, however, the upsize in service may need to occur in order to accommodate the Judicial Center demand and also the demand for all the existing buildings in the area.
5. Mr. Chambers stated that he would send the building loads for the Judicial Center to Mr. Dunaway for his use in determining line sizes.
6. It was determined that the 1" line of the geothermal is acceptable and will be considered an alternate and shown on the site utility plan as an alternate.
7. Through discussion, it was determined based on budget currently in the bid market around the area for other courthouses, that the add alternate to install the parking lot at the jail facility will need to be undertaken.
8. There was discussion about the sanitary upsizing. Mr. Howard will look into boring under Water Street. Mr. Chambers was asked to find out if the alleyway between the two buildings across West Water was a public right of way or a private drive. Subsequent to the meeting, Mr. Chambers discussed this with the Mayor who stated this was a public way.

If you should disagree with any information contained herein, please kindly notify our office in writing within 10 days of receipt of this memorandum.

Eric Chambers _____ Date _____

EMC/slp

cc: Tammy Gray
Sam Howard, Trace Creek Construction
Charles Alexander and Tim Norris, Norris & Associates
Mark Horman, Charlie Schneider, Brandstetter Carroll Inc.
Mike Carroll, Alex Sasmay, Katie Zurlage, Phil Shilfarth, File, Brandstetter Carroll

FIELD REPORT NO. 2
FLEMING COUNTY JUDICIAL CENTER
FLEMINGSBURG, KENTUCKY
PROJECT NO. 07112

Present: Eric Chambers, Brandstetter Carroll Inc.

BRANDSTETTER CARROLL INC.
ARCHITECTS ENGINEERS PLANNERS

9:45 p.m.
July 21, 2009

Weather: Sunny, 75°

Workers on Site: 4

Equipment on Site: 1 Track Hoe

1. The contractor has demolished the Flower Shop and Law Office Buildings.
2. The contractor is in the process of removing materials from the site.
3. The contractor is dousing the demolished material as the contractor loads it into the truck.
4. The existing Bank building is having internal items removed.

If you should disagree with any information contained herein, please kindly notify our office in writing within 10 days of receipt of this memorandum.

Eric Chambers _____ Date _____

EMC/slp

cc: Judge Foxworthy
Tammy Gray
Sam Howard, Trace Creek Construction
David Whittaker, AOC
Mike Carroll, Alex Sasmay, Katie Zurlage, Phil Shilffarth, File, Brandstetter Carroll

CONFERENCE MEMORANDUM
FLEMING COUNTY JUSTICE CENTER
FLEMINGSBURG, KENTUCKY
PROJECT NO. 07112

Present: Judge Stockton Wood, District Judge
Marvin Suit, County Attorney
Pam Lowe, Fleming County Clerk
Brenda Donahue
Essma Amry, Brandstetter Carroll Inc.
Eric Chambers, Brandstetter Carroll Inc.

BRANDSTETTER CARROLL INC.
ARCHITECTS ENGINEERS PLANNERS

July 21, 2009

This meeting was held to discuss finishes for the Fleming County Judicial Center.

1. Mr. Chambers reviewed the AOC changes for the carpet specification. Through discussion, it was determined that Mr. Chambers would forward on the Mohawk and Mannington sample warranties for comparison. Mr. Chambers stated that Ms. Amry will provide the con's to using woven carpet as well as the sample warranties. It was noted that Judge Wood, Judge Walton, and Ms. Lowe would contact Vance Mitchell, David Whittaker or James Bauman at the AOC to discuss keeping the carpet as reviewed versus going to the woven carpet.
2. Ms. Amry reviewed the wood tones and elevations for the Judge's benches at the request of Judge. Wood. Through discussion it was determined that the courtroom benches would stay one tone, however, the dark mahogany would be replaced with a version of dark or medium cherry or light mahogany. Ms. Amry will review these and re-render these images and forward to the Judges to review.
3. Ms. Amry reviewed the bathroom elevation concept and tile samples. Through discussion, the following items were noted.
 - A. The floor and wall tile were accepted. The participants liked the tile profile, however, they did not care for the dark blue-gray color that was presented. They would like to see a more blue gray or another color that would bring out the contrast in the tiles.
 - B. It was also noted that the women's counter was acceptable, however, the men's counter would need to be reviewed and possibly use a lighter blue color.
 - C. Ms. Amry reviewed the Clerk's area and it was determined that the clerk's carpet was acceptable.
 - D. It was determined that the plastic laminate would be switched so that the light color would be the counter and the dark color would be the body of the cabinetry.
 - E. Ms. Amry and Mr. Chambers stated that they would re-render the courtroom and the restroom with the new selections based upon this meeting and forward for everyone's opinion. This would allow us to move forward with the bidding process and the final selections will be done during constructions when all the samples are provided by the contractors to review. Ms. Amry will provide an elevation of the restroom and courtrooms with the changes. Mr. Wood asked that some additional accents be added to the wall tile in the restrooms. This will be contained within the re-rendered restrooms. Ms. Amry will give three options for these accents.

- F. Ms. Amry will also provide a rendering of the clerks area color pallet for her to show to her employees.

If you should disagree with any information contained herein, please kindly notify our office in writing within 10 days of receipt of this memorandum.

Eric Chambers Date

EMC/slp

c: Judge Foxworthy
 Tammy Gray
 Pam Lowe
 Sam Howard
 Alex Sasmay, Essma Amry, Mike Carroll
 File